

DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I declare that:

My residence, post office address and citizenship are as stated below next to my name; I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural inventors are named below) of the subject matter which is claimed and for which a patent is sought on the invention entitled: **MANUFACTURING CONDUITS FOR USE IN PLACING A TARGET VESSEL IN FLUID COMMUNICATION WITH A SOURCE OF BLOOD** the specification of which is attached hereto or X was filed on September 10, 1999 as Application No. 09/394,119 and was amended on (if applicable).

I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above. I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, Section 1.56. I claim foreign priority benefits under Title 35, United States Code, Section 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed.

POWER OF ATTORNEY: As a named inventor, I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

Michael J. Lynch, Reg. No. 36,402

James M. Heslin, 29,541

Mark D. Barrish, 36,443

David R. Heckadon, Granted Limited Recognition under 37 CFR §10.9(b)

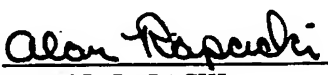
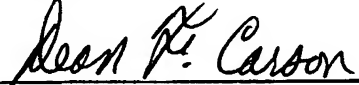

Paul C. Haughey, 31,836

Craig P. Wong, 45,231

Send Correspondence to: James M. Heslin TOWNSEND and TOWNSEND and CREW LLP Two Embarcadero Center, 8th Floor San Francisco, California 94111-3834	Direct Telephone Calls to: (Name, Reg. No., Telephone No.) Name: MICHAEL J. LYNCH Reg. No.: 36,403 Telephone: 650-329-8844 x109
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Full Name of Inventor 1:	Last Name: RAPACKI	First Name: ALAN	Middle Name or Initial: R.	
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Post Office Address:	Post Office Address: 2725 Hastings Avenue	City: Redwood City	State/Country: California	Postal Code: 94061
Full Name of Inventor 2:	Last Name: CARSON	First Name: DEAN	Middle Name or Initial: F.	
Residence & Citizenship:	City: Mountain View	State/Foreign Country: California	Country of Citizenship: United States	
Post Office Address:	Post Office Address: 1652 Yale Drive	City: Mountain View	State/Country: California	Postal Code: 94040
Full Name of Inventor 3:	Last Name: SHARKAWY	First Name: A. ADAM	Middle Name or Initial:	
Residence & Citizenship:	City: Union City	State/Foreign Country: California	Country of Citizenship: United States	
Post Office Address:	Post Office Address: 5705 Del Monte Court	City: Union City	State/Country: California	Postal Code: 94587

I further declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Signature of Inventor 1  ALAN R. RAPACKI	Signature of Inventor 2  DEAN F. CARSON	Signature of Inventor 3  A. ADAM SHARKAWY
Date 2/11/00	Date 2/7/00	Date 2/7/00

PA 3046078 v1

ASSIGNMENT OF PATENT APPLICATION

JOINT

WHEREAS, ALAN R. RAPACKI, of 2725 Hastings Avenue, Redwood City, CA 94061, DEAN F. CARSON, of 1652 Yale Drive, Mountain View, CA 94040, and A. ADAM SHARKAWY, of 5705 Del Monte Court, Union City, CA 94587, hereinafter referred to as "Assignors," are the inventors of the invention described and set forth in the below-identified application for United States Letters Patent:

Title of Invention: MANUFACTURING CONDUITS FOR USE IN PLACING
 A TARGET VESSEL IN FLUID COMMUNICATION WITH
 A SOURCE OF BLOOD

Date(s) of execution of Declaration: February 7 & 11, 2000 (please fill in)

Filing Date: September 10, 1999

Application No.: 09/394,119; and

WHEREAS, VENTRICA, INC., a corporation of the state of Delaware, located at 976 Hamilton Avenue, Menlo Park, California, 94025, hereinafter referred to as "ASSIGNEE," is desirous of acquiring an interest in the invention and application and in any U.S. Letters Patent and Registrations which may be granted on the same;

For good and valuable consideration, receipt of which is hereby acknowledged by Assignors, Assignors have assigned, and by these presents do assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignors had this Assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

Assignors further agree that they will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. Patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including patent applications and instruments of transfer, and (c) perform such other acts as Assignee lawfully may request to obtain or maintain Letters Patent and Registrations for the invention and improvements in any and all countries, and to vest title thereto in Assignee, or Assignee's successors and assigns.

Assignment
Attorney Docket No.: 011
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Assignors hereby authorize and request Townsend and Townsend and Crew LLP, Two Embarcadero Center, 8th Floor, San Francisco, CA 94111-3834, to insert herein above the application number and filing date of said application when known.

IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

Dated: 2/11/00

Alan Rapacki
ALAN R. RAPACKI

Dated: 2/7/00

Dean F. Carson
DEAN F. CARSON

Dated: 2/7/00

A
A. ADAM SHARKAWY